

UNITED STATES DISTRICT COURT  
DISTRICT OF NEW JERSEY

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MASON CAPITAL L.P., *et al.*

Plaintiffs,

v.

PERRIGO CO., PLC, *et al.*,

Defendants.

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) ECF Case

) Document Electronically Filed

) Civil Action No. 2:18-CV-01119-MCA-LDW

**STIPULATION AND [PROPOSED] ORDER**

WHEREAS, on January 26, 2018, plaintiffs filed a complaint (the “Complaint”) in the above-captioned action (the “Action”);

WHEREAS, the Action has been designated as related to *Roofer’s Pension Fund v. Papa, et al.*, No. 2:16-cv-2805-MCA-LDW (the “Consolidated Class Action”);

WHEREAS, on June 21, 2017, lead plaintiffs in the Consolidated Class Action filed an Amended Complaint for Violation of the Federal Securities Laws (the “Class Action Amended Complaint”);

WHEREAS, the defendants in the Consolidated Class Action moved to dismiss the Class Action Amended Complaint (the “Motions to Dismiss”);

WHEREAS, on July 27, 2018, the Court in the Consolidated Class Action issued an opinion granting in part and denying in part the Motions to Dismiss (2018 WL 3601229) (the “July 27, 2018 Decision”);

WHEREAS, on September 14, 2018, the parties entered into a stipulation requiring defendants Perrigo Company plc, Joseph C. Papa, and Judy L. Brown (“collectively,

“Defendants”) to move, answer, or otherwise respond to the Complaint by November 21, 2018, which stipulation the Court so-ordered on September 17, 2018;

WHEREAS, plaintiffs filed a letter seeking the Court’s leave to file a proposed amended complaint (the “Amended Complaint”) in the Action and requesting that the Court amend the caption in this Action as reflected in the Amended Complaint on October 25, 2018;

WHEREAS, plaintiffs Mason Capital L.P. and Mason Capital Master Fund L.P. do not intend to further amend the Amended Complaint at this time;

WHEREAS, the parties have agreed that Defendants shall answer, rather than move to dismiss, the Amended Complaint; and

WHEREAS, the parties seek entry of an order replicating any issues resolved by the July 27, 2018 Decision;

NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by the parties hereto, through their undersigned counsel, as follows:

1. The issues and arguments raised in the briefing in connection with the Motions to Dismiss in the Consolidated Class Action shall not be re-briefed in this Action but rather, for purposes of judicial efficiency, shall be treated as if such issues and arguments had been raised in motion(s) to dismiss in this Action and had been resolved in a similar fashion to the way those issues and arguments were resolved in the July 27, 2018 Decision, including, but not limited to, the determinations by the Court in the Consolidated Class Action to “dismiss Plaintiff’s claims regarding the Tysabri royalty stream without prejudice” and to “dismiss the claims related to organic growth without prejudice.”
2. Defendants shall answer the Amended Complaint on or before December 12, 2018.

3. Discovery shall be coordinated with discovery in the Consolidated Class Action.

Dated: November 8, 2018

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SO ORDERED THIS 9<sup>th</sup> DAY OF November, 2018

Leda D. Wettre, U.S.M.J.  
~~Hon. Madeline Cox Arleo, U.S.D.J.~~  
Hon. Leda D. Wettre, U.S.M.J.